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COMPANIES FORM NO. 88(2) (Rev 1988) Return of allotments of shares

88(2)

CHA342
Please do not write
in this margin

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

To the Registrar of Companies (**address overleaf**)
(see note 1)

(REVISED 1988)

**This form replaces forms
PUC2, PUC3 and 88(2)**

Company Number
497098

Please complete legibly,
Preferably in black type, or
bold block lettering

1 Name of company

RACAL ELECTRONICS PLC

* Insert full name
of company

distinguish
between
ordinary
preference, etc

2. This section must be completed for all allotments

<input type="checkbox"/> description of shares	ORDINARY		
A Number allotted	7,055		
B Nominal value of each	£0.25		
C Total amount (if any) paid or due and payable on each share (including premium if any)	£4.365		

§. Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) 27th APRIL 2000 [on § or

(b) [from _ to _] §

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf.

3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)

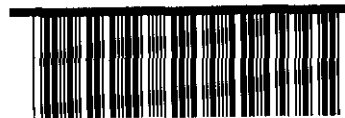
D Extent to which each share is to be treated as paid up Please use percentage			
E Consideration for which the Shares were allotted			

Note

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the Registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2) (b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presenter's name, address,
Telephone number and reference
(if any):

For official use



LD4
COMPANIES HOUSE

0121
24/05/00

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
MRS HELEN ELIZABETH HOLBOROW THE GRANARY RULL FARM WHIMPLE EXETER DEVON EX5 2NX	1,143		
MR KENNETH THOMAS BATES 123 MYTCHETT ROAD MYTCHETT CAMBERLEY SURREY GU16 6ES	505		
MR TREVOR GEORGE HOLMES 8 PROMONTORY TERRACE WHITLEY BAY TYNE & WEAR NE26 2PF	1,089		
JOGINDER NATH ANAND 86 SPARROW FARM ROAD STONELEIGH EPSOM SURREY KT17 2LR	1,196		
MR DOUGLAS GORDON FARRINGTON 66 THE MANOR DRIVE WORCESTER PARK SURREY KT4 7LJ	1,301		
MR DAVID ROBERT STEWART CAMPBELL 2 PARKSIDE COURT PLEAN STIRLING FK7 8EG	520		

Please complete legibly, preferably in black type or bold block lettering

2.

4. Names and addresses of the allottees

Please do not write
in the margin

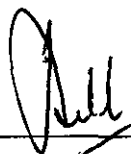
Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
MR BARRIE JOHN EVANS 7 THE MEADOWS BERWICK UPON TWEED NORTHUMBERLAND TD15 1NY	1,301		
TOTAL			

Please complete
Legibly, preferablyIn black type or bold
block lettering

Where the space given in this form is inadequate, continuation
Sheets should be used and the number of sheets attached should
Be indicated in the box opposite:

**Insert Director, Secretary
Administrator
Administrative Receiver, or
Receiver (Scotland)
as appropriate

Signed


Designation** Assistant Company SecretaryDate 4 MAY 2000

Companies registered in England and Wales
Or Wales should deliver this form to:

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

Companies Registered in Scotland
Should deliver this form to:

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3D